

EXHIBIT G

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UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF CALIFORNIA
OAKLAND DIVISION

WALKME LTD., an Israeli company, and
WALKME INC., a Delaware corporation,

Plaintiffs,

v.

WHATFIX, INC., a Delaware corporation,
and WHATFIX PL, an Indian company,

Defendants.

Case No. 4:23-cv-03991-JSW

**DECLARATION OF ELIZABETH HOFFMAN
IN SUPPORT OF WALKME'S REPLY TO
DEFENDANTS' OPPOSITION TO
PLAINTIFFS' ADMINISTRATIVE MOTION
FOR LEAVE TO FILE UNDER SEAL
PORTIONS OF PLAINTIFFS' SECOND
AMENDED COMPLAINT**

DEMAND FOR JURY TRIAL

Judge: Hon. Jeffrey S. White

*[Filed concurrently with Plaintiffs' Reply to Opp. to
Mot. to Seal, Decl. of Nir Nahum, and [Proposed]
Order]*

DECLARATION OF ELIZABETH HOFFMAN

I, Elizabeth Hoffman, hereby declare as follows:

1. I am currently a Revenue Enablement Manager at WalkMe Inc. (“WalkMe”). I have been in this position for one year and nine months. Previously, I was the Technology Intelligence Manager and prior to that an Account Executive at WalkMe, where I have been working since 2018.

2. I submit this declaration in support of WalkMe’s Reply to Defendants’ Opposition to Plaintiffs’ Administrative Motion for Leave to File Under Seal Portions of Plaintiffs’ Second Amended Complaint. I have personal knowledge of the facts contained herein, about which I could and would testify competently if called as a witness.

3. The portions of WalkMe’s Second Amended Complaint and Exhibit B thereto that WalkMe seeks to seal, listed below, comprise sensitive and confidential WalkMe business information, including information relating to pricing, operations, market strategy, sales strategy; and information relating to proprietary materials created by WalkMe for its customers.

SAC / Exhibits	Reasons for Sealing (limited to redacted portions only)
SAC (redactions to ¶¶ 68, 70, and 73); and Ex. B (redactions to pp. 1-2, 9-10, 13-15, and 22-26)	Confidential and commercially sensitive internal WalkMe business information identifying the types of information WalkMe uses in its business operations, particular metrics WalkMe relies on, and also identifying particular business directives and sales strategies used by WalkMe. These details about WalkMe’s internal business operations and strategies are confidential and sensitive commercial information, and if they were to be publicly disclosed, third party competitors including Whatfix could exploit this information to compete with WalkMe and potentially gain a competitive advantage in the market, to WalkMe’s detriment. Sealing this information would prevent competitive harm to WalkMe, and there is no less restrictive means to protect WalkMe’s interests.
SAC (redactions to ¶ 74); and Ex. B (redactions to pp. 12-13, 24, and 26)	Confidential and commercially sensitive information identifying some of the inputs and variables WalkMe uses to price its products. These particular inputs and variables that are used in WalkMe’s pricing are confidential and sensitive commercial information that WalkMe has developed and optimized for its business and for its customers, and if they were to be publicly disclosed, third party competitors including Whatfix could exploit this information to compete with WalkMe and potentially gain a competitive advantage

1		in the market, to WalkMe's detriment. Sealing this information
2		would prevent competitive harm to WalkMe, and there is no less
3		restrictive means to protect WalkMe's interests.
4	SAC (redactions to	Confidential and commercially sensitive information identifying the
5	¶ 83); and Ex. B	type of information, analysis, and guidance WalkMe presents and
6	(redactions to pp. 4-13,	provides to its customer at various stages of the sales process for the
7	15-24, and 26-27)	WalkMe DAP software. The specific types of information, analysis,
8		and guidance WalkMe shares with its customers are the product of
9		many years of experience in the DAP industry and with selling and
10		implementing DAP software for WalkMe customers. If they were to
11		be publicly disclosed, third party competitors including Whatfix
12		could exploit this information to compete with WalkMe and
13		potentially gain a competitive advantage in the market, to WalkMe's
14		detriment. Sealing this information would prevent competitive harm
15		to WalkMe, and there is no less restrictive means to protect
16		WalkMe's interests.
17	SAC (redactions to	Information identifying the type of information, analysis, and
18	¶ 68); and Ex. B	guidance WalkMe presents and provides to its customer during
19	(redactions to pp. 2-3)	implementation of the WalkMe DAP software. I have investigated
20		whether this information was ever shared publicly and to the best of
21		my and WalkMe's knowledge, it is confidential information that has
22		not been shared publicly. The specific types of information, analysis,
23		and guidance WalkMe shares with its customers are the product of
24		many years of experience in the DAP industry and with
25		implementing DAP software for WalkMe customers. If they were to
26		be publicly disclosed, third party competitors including Whatfix
27		could exploit this information to compete with WalkMe and
28		potentially gain a competitive advantage in the market, to WalkMe's
		detriment. Sealing this information would prevent competitive harm
		to WalkMe, and there is no less restrictive means to protect
		WalkMe's interests.
	SAC (redactions to	Confidential and commercially sensitive WalkMe business
	¶ 58)	information identifying a particular new customer use case for
		WalkMe's services. This information is confidential and
		commercially sensitive and if it were to be publicly disclosed, third
		party competitors including Whatfix could exploit it to compete with
		WalkMe and potentially gain a competitive advantage in the market,
		to WalkMe's detriment. Sealing this information would prevent
		competitive harm to WalkMe, and there is no less restrictive means
		to protect WalkMe's interests.

4. The material WalkMe seeks to seal in Exhibit B includes descriptions of internal

1 WalkMe materials. These descriptions identify certain information WalkMe uses in its business
2 operations, particular metrics WalkMe relies on, and identifies particular business directives and
3 sales strategies used by WalkMe. These details about WalkMe's internal business operations and
4 strategies are confidential and sensitive commercial information.

5 5. The material WalkMe seeks to seal in Exhibit B also includes descriptions of pricing
6 models WalkMe prepares both internally and for external use in marketing its products to customers
7 and potential customers. These descriptions identify some of the inputs and variables WalkMe uses
8 to price its products. These particular inputs and variables that are used in WalkMe's pricing are
9 confidential and sensitive commercial information that WalkMe has developed and optimized for
10 its business and for its customers.

11 6. The material WalkMe seeks to seal in Exhibit B also includes descriptions of
12 proprietary WalkMe materials that WalkMe prepares for its customers and potential customers.
13 These descriptions identify the type of information, analysis, and guidance WalkMe presents and
14 provides to its customer at various stages of both the sales process and implementation of the
15 WalkMe DAP software. These materials and the specific types of information, analysis, and
16 guidance WalkMe shares with its customers are the product of many years of experience in the
17 DAP industry and with implementing DAP software for WalkMe customers.


18 7. The information WalkMe seeks to seal, as listed in the above table, has been kept
19 confidential by WalkMe and is only disclosed to customers and potential customers under
20 confidentiality and other contractual restrictions that prevent customers from disclosing WalkMe's
21 confidential information or using WalkMe confidential information for purposes outside of the
22 customer's agreement with WalkMe.

23 8. This information is confidential and commercially sensitive and if it were to be
24 publicly disclosed, third party competitors including Whatfix could exploit it to compete with
25 WalkMe and potentially gain a competitive advantage in the market, to WalkMe's detriment.

26 9. Public disclosure of any of the above-listed information for which sealing is sought
27 would cause competitive harm to WalkMe and there is no less restrictive means to protect
28 WalkMe's interests.

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2 I declare under penalty of perjury that the foregoing is true and correct.
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5 Executed on April 29, 2024.

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7 Elizabeth Hoffman
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ATTESTATION

I, Michael Ng, am the ECF user whose ID and password are being used to file the above Declaration. In compliance with Civil L.R. 5-1 (i)(3), I hereby attest that Elizabeth Hoffman has concurred in the aforementioned filing.

/s/ Michael Ng

Michael Ng